

Presentment Date and Time: November 9, 2016 at 10:00 a.m. (ET)

**SIMPSON THACHER & BARTLETT LLP**

Sandeep Qusba  
William T. Russell, Jr.  
425 Lexington Avenue  
New York, NY 10017-3954  
Telephone: (212) 455-2000  
Facsimile: (212) 455-2502

*Counsel to the Official Committee  
of Unsecured Creditors of Gawker Media LLC, et al.*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

Gawker Media LLC, *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 16-11700 (SMB)

(Jointly Administered)

**NOTICE OF PRESENTMENT FOR THE SUPPLEMENTAL ORDER  
AUTHORIZING THE RETENTION AND EMPLOYMENT OF DELOITTE  
FINANCIAL ADVISORY SERVICES LLP AS FINANCIAL ADVISOR TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS PURSUANT TO  
SECTIONS 328(a), 330 AND 1103(a) OF THE BANKRUPTCY CODE EFFECTIVE  
NUNC PRO TUNC TO JUNE 28, 2016**

**PLEASE TAKE NOTICE** that on November 9, 2016, the Official Committee of Unsecured Creditors (the “**Committee**”) will present the attached proposed *Supplemental Order Authorizing the Retention and Employment of Deloitte Financial Advisory Services LLP as Financial Advisor to the Official Committee of Unsecured Creditors Pursuant to Sections 328(A), 330 and 1103(A) of the Bankruptcy Code Effective Nunc Pro Tunc to June*

<sup>1</sup> The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

28, 2016 (the “**Proposed Order**”), attached hereto as Exhibit A, to the Honorable Stuart M. Bernstein, United States Bankruptcy Judge, for signature.

**PLEASE TAKE FURTHER NOTICE** that by order dated October 14, 2016, the Court approved the Committee’s retention of Deloitte Financial Advisory Services LLP (“**Deloitte FAS**”), and at the hearing held on November 3, 2016, agreed to clarify the scope of the retention of Deloitte FAS.

**PLEASE TAKE FURTHER NOTICE** that the Committee circulated the Proposed Order to the Debtors and the Office of the United States Trustee, both of whom indicated that they have no objection to the Proposed Order.

**PLEASE TAKE FURTHER NOTICE** that the Committee will present to the Court the Proposed Order for signature on November 9, 2016, at 10:00 a.m.

Dated: New York, New York  
November 7, 2016

SIMPSON THACHER & BARTLETT LLP

By: /s/ Sandeep Qusba  
Sandeep Qusba  
William T. Russell, Jr.  
SIMPSON THACHER & BARTLETT LLP  
425 Lexington Avenue  
New York, New York 10017-3954  
Telephone: (212) 455-2000  
Facsimile: (212) 455-2502  
E-mail: squsba@stblaw.com  
E-mail: wrussell@stblaw.com

*Counsel to Official Committee of Unsecured  
Creditors of Gawker Media LLC, et al.*

**Exhibit A**

Proposed Order

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
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Gawker Media LLC, <i>et al.</i> , <sup>1</sup>	:
	:
Debtors.	:
	:
-----X	

Chapter 11  
Case No. 16-11700 (SMB)  
(Jointly Administered)

**SUPPLEMENTAL ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT  
OF DELOITTE FINANCIAL ADVISORY SERVICES LLP AS FINANCIAL ADVISOR  
TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS PURSUANT TO  
SECTIONS 328(a), 330 AND 1103(a) OF THE BANKRUPTCY CODE  
EFFECTIVE *NUNC PRO TUNC* TO JUNE 28, 2016**

This matter coming before the Court on the oral application of the Official Committee of Unsecured Creditors of Gawker Media LLC, *et al.* (“**Committee**”) for entry of a supplemental order authorizing the employment and retention of Deloitte Financial Advisory Services LLP as Financial Advisor to the Committee; the Court having reviewed the Application of the Official Committee of Unsecured Creditors for Entry of an Order Pursuant to Sections 328(a), 330 and 1103(a) of the Bankruptcy Code and Fed. R. Bankr. P. 2014 and 2016 for Authority to Retain and Employ Deloitte Financial Advisory Services LLP Effective *Nunc Pro Tunc* to June 28, 2016 (the “**Application**”)<sup>2</sup>, the Declaration of John Doyle (the “**Doyle Declaration**”), the Declaration of Ashley A. Terrill and the Order Authorizing the Retention and Employment of Deloitte Financial Advisory Services LLP as Financial Advisor to the Official Committee of Unsecured Creditors Effective *Nunc Pro Tunc* to June 28, 2016 (the “**Deloitte Retention**

<sup>1</sup> The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). The offices of Gawker Media LLC and Gawker Media Group, Inc. are located at 114 Fifth Avenue, 2d Floor, New York, NY 10011. Kinja Kft.’s offices are located at Andrássy út. 66 1062 Budapest, Hungary.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

**Order**"); and the Court having found based on the representations made in the Application and in the Doyle Declaration that (a) Deloitte Financial Advisory Services LLP ("**Deloitte FAS**") does not hold or represent an interest adverse to the Debtors' estates and (b) Deloitte FAS is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code; the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); and (c) notice of the Application is sufficient under the circumstances and no further notice is required; and the Court having determined that the legal and factual basis set forth in the Application establish just cause for the relief granted herein and the Court having determined that the relief sought in the Application is in the best interests of the Committee and its constituents; and after a hearing having been held on October 6, 2016 and having received clarification from the Court on November 3, 2016, and due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED, that the Application is granted and the Deloitte Retention Order is amended and supplemented to the extent provided herein; and it is further

ORDERED that the Committee is authorized, pursuant to section 328(a) of the Bankruptcy Code, and effective as of June 28, 2016, to employ and retain Deloitte FAS as its financial advisor to perform the following additional services under the terms of the Engagement Letter:

- Assist Counsel and the Committee in understanding the Debtors' 363 sale process and go-to-market approach, including the marketing process, marketing materials, analysis of virtual room, letters of interest, transaction structure, interpretation of the due diligence process, and, as mutually agreed, such other advisory support as may be requested including but not limited to advice and recommendations related to evaluation of bids.

and it is further

ORDERED, that all terms and conditions of the Deloitte Retention Order shall remain in effect and are incorporated by reference herein, to the extent not inconsistent with this Order; and it is further

ORDERED, that this Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

Dated: November \_\_, 2016  
New York, New York

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THE HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE